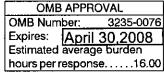
1421715

# **FORM D**

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# **FORM D**





NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY						
Prefix		Serial				
DA	TE RECEIV	ED				

Type of Filing: New Filing Amendment	ule 505 PRule 506 Section 4(6	ULOE
	SIC IDENTIFICATION DATA	
1. Enter the information requested about the issuer		
Name of Issuer ( check if this is an amendment and name ha	s changed, and indicate change.)	01000010
Lumen Perpetual Harvest Funds, LLC		
Address of Executive Offices (Nur	mber and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
5001 Airport Plaza Drive, Suite 125, Long Beach, CA, 90	815	888-827-9143
Address of Principal Business Operations (Nu (if different from Executive Offices)	imber and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
Brief Description of Business		
Real Estate Lending and Development  Type of Business Organization		PROCESSED
corporation limited partnership business trust limited partnership	· · · · · · · · · · · · · · · · · · ·	please specify): DEC 3 1 2007
Actual or Estimated Date of Incorporation or Organization:  Jurisdiction of Incorporation or Organization: (Enter two-letter UCN for Canada;	5 07 Actual Esti	mated THOMSON

#### **GENERAL INSTRUCTIONS**

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

#### State

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

### - ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA	
2. Enter the information requested for the following:	
<ul> <li>Each promoter of the issuer, if the issuer has been organized within the past five years;</li> </ul>	
• Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a	class of equity securities of the issuer.
• Each executive officer and director of corporate issuers and of corporate general and managing partners of partn	artnership issuers; and
<ul> <li>Each general and managing partner of partnership issuers.</li> </ul>	
Check Box(es) that Apply: Promoter  Beneficial Owner  Executive Officer  Director	General and/or Managing Partner
Full Name (Last name first, if individual) Burton Erick	
Business or Residence Address (Number and Street, City, State, Zip Code) 5001 Airport Plaza Drive Suite 125, Long Beach, CA, 90815	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	•
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	

					В. П	NFORMAT	ION ABOU	T OFFERI	NG		<del></del>		
I.	Has the	issuer solo	i, or does ti	he issuer ir	itend to se	ll, to non-a	ccredited i	nvestors in	this offeri	ng?		Yes	No
			•			Appendix,				_			
2.	What is	the minim	um investn	nent that w	ill be acce	pted from a	ıny individ	ual?				\$_10,	00.00
											Yes	No	
3.													<b>K</b>
4.	commis If a pers or states	sion or sim son to be lis s, list the na	ilon request ilar remune ited is an ass ame of the b you may s	ration for s sociated pe proker or de	olicitation rson or ago aler. If mo	of purchase ent of a brok ore than five	ers in conne er or deale e (5) person	ection with r registered is to be list	sales of sec I with the S ed are asso	curities in t EC and/or	he offering. with a state		
Ful	l Name (	Last name	first, if ind	ividual)									
Bu	siness or	Residence	Address (N	lumber and	Street, C	ity, State, Z	(ip Code)						
Na	me of Ass	sociated Bi	oker or De	aler									
Sta	tes in Wh	nich Person	Listed Has	s Solicited	or Intends	to Solicit	Purchasers						
	(Check	"All States	s" or check	individual	States)		***************************************	***************************************	***************************************			☐ All	States
	AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
	IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT RI	NE SC	[NŸ] [SD]	NH TN	NJ	NM UT	NY]	NC VA	ND WA	OH WV	OK WI	OR WV	PA PR
	[KI]		ענ	IN	TX	[01]	VT)	[VA]	WA	W V	[WI]	[WY]	[FK]
Ful	ll Name (	Last name	first, if ind	ividual)									
Bu	siness or	Residence	: Address (1	Number an	d Street, C	ity, State, 2	Zip Code)						
Na	me of Ass	sociated Br	oker or De	aler					<del></del>	<del>.</del>	·		
Sta	tes in Wh	ich Person	Listed Has	s Solicited	or Intends	to Solicit l	Purchasers						
			s" or check										States
	AL	[AV]	AZ	ÄD	CA	CO	CT	DE	DC	FL	[GA]		
		AK IN	IA	AR KS	CA KY	LA	ME	MD	MA	MI	GA MN	MS MS	ID MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	<u>ok</u>	OR	PA
	RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR
Ful	I Name (	Last name	first, if ind	ividual)		. "							
Bu	siness or	Residence	: Address (1	Number an	d Street, C	ity, State, 2	Zip Code)						
Na	me of Ass	sociated Bi	oker or De	aler									
		Soulding Di	oner or Be	4.01									
Sta			Listed Has										_
	(Check	"All States	s" or check	individual	States)			••••••••	•••••	**************		☐ All	States
	AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID .
	[IL] [MT]	IN NE	IA NV	KS NH	KY NJ	LA NM	ME NY	MD NC	MA ND	MI OH	MN OK	MS OR	MO PA
	RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR

## C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and		
	already exchanged.  Type of Security	Aggregate Offering Price	Amount Already Sold
		_	
	Debt		
	Equity	<u> </u>	\$
	☐ Common ☐ Preferred		
	Convertible Securities (including warrants)		\$
	Partnership Interests		\$
	Other (Specify LLC Membership Units )	10,000,000.00	\$_2,400,000.00
	Total	10,000,000.00	\$ 2,400,000.00
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		A
		Number Investors	Aggregate Dollar Amount of Purchases
	Accredited Investors		\$ 1,400,000.00
	Non-accredited Investors		\$_1,000,000.00
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
		Type of	Dollar Amount
	Type of Offering	Security	Sold
	Rule 505		\$
	Regulation A		\$
	Rule 504		<b>\$</b>
	Total		\$_0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$5,000.00
	Printing and Engraving Costs		\$ 3,000.00
	Legal Fees		<b>\$</b> 10,000.00
	Accounting Fees		\$ 10,000.00
	Engineering Fees		\$
	Sales Commissions (specify finders' fees separately)	_	\$ 1,000,000.00
	Other Expenses (identify)	_	\$
	Total		c 1.028.000.00

L	C. OFFERING PRICE, NUMBI	ER OF INVESTORS, EXPENSES AND USE OF P	ROCEEDS	
	b. Enter the difference between the aggregate offerin and total expenses furnished in response to Part C — Q proceeds to the issuer."	uestion 4.a. This difference is the "adjusted gross		\$
5.	Indicate below the amount of the adjusted gross proceeds of the purposes shown. If the amount for any check the box to the left of the estimate. The total of the proceeds to the issuer set forth in response to Part Co.	purpose is not known, furnish an estimate and he payments listed must equal the adjusted gross		
			Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees	[	\$ <u>100,000.00</u>	s
	Purchase of real estate	[		
	Purchase, rental or leasing and installation of machinand equipment		\$_10,000.00	s
	Construction or leasing of plant buildings and facili	\$_10,000.00	s	
	Acquisition of other businesses (including the value offering that may be used in exchange for the assets issuer pursuant to a merger)	s or securities of another	¢	□\$
	Repayment of indebtedness	_		_
	Working capital			_
	Other (specify):			
	omer (speerly).	L		U*
			<b></b>	\$
	Column Totals	[	\$ 820,000.00	\$0.00
	Total Payments Listed (column totals added)		\$ <u></u> \$	0,000.00
		D. FEDERAL SIGNATURE		
sig	issuer has duly caused this notice to be signed by the unature constitutes an undertaking by the issuer to furninformation furnished by the issuer to any non-accre	ish to the U.S. Securities and Exchange Commis	sion, upon writter	
Iss	uer (Print or Type)	Signature	Date	· · · ·
Lı	men Perpetual Harvest Funds, LLC		10/30/07	
Na	ne of Signer (Print or Type)	Title of Signer (Print of Type)	10/-/- 7	
	Erick BURTON	President / CEO		

# - ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

		E. STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.262 pre provisions of such rule?	sently subject to any of the disqualification	Yes	No <b>K</b>
	See A	Appendix, Column 5, for state response.		
2.	The undersigned issuer hereby undertakes to fu D (17 CFR 239.500) at such times as required	rnish to any state administrator of any state in which this notice is fit by state law.	led a no	tice on Form
3.	The undersigned issuer hereby undertakes to issuer to offerees.	furnish to the state administrators, upon written request, informat	ion furn	ished by the
4.	·	uer is familiar with the conditions that must be satisfied to be entate in which this notice is filed and understands that the issuer claiming that these conditions have been satisfied.		
	er has read this notification and knows the content chorized person.	nts to be true and has duly caused this notice to be signed on its behal	f by the	undersigned
Issuer (	Print or Type)	Signato Date /	/	
Lumen	Perpetual Harvest Funds, LLC	IN DEL 19/30/1	07	
Name (	Print or Type)	Title (Print or Type)		

President (CED

Enicle BURTON

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

#### **APPENDIX** 2 4 3 Disqualification Type of security under State ULOE (if yes, attach Intend to sell and aggregate to non-accredited offering price Type of investor and explanation of waiver granted) offered in state amount purchased in State investors in State (Part C-Item 1) (Part C-Item 2) (Part E-Item 1) (Part B-Item 1) Number of Number of Accredited Non-Accredited No State Yes No Investors Amount Investors Amount Yes ALΑK AZAR **EQUITY** \$2,000,000.0 CA 25 \$5,000,000. 25 × CO CTDE DC FL GA HI ID ΙL X IN IΑ KS KY LA ME MD MA **EQUITY** ΜI × \$50,000.00 × MN MS

### **APPENDIX** 2 3 1 Disqualification under State ULOE Type of security Intend to sell and aggregate (if yes, attach offering price Type of investor and explanation of to non-accredited amount purchased in State offered in state waiver granted) investors in State (Part C-Item 1) (Part C-Item 2) (Part E-Item 1) (Part B-Item 1) Number of Number of Non-Accredited Accredited State Yes No Investors Amount **Investors** Amount Yes No MO MTNE **EQUITY** NV 1 \$257,000.00 × NH NJ NM NY NC ND ОН OK OR PA RI SC SD TN TXUT VT VA WA wv WI

	APPENDIX										
1		2	3		4						
	to non-a investor	I to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)			under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)			
State	Yes	No		Number of Accredited Investors	Accredited Non-Accredited		Yes	No			
WY											
PR											

